

Exhibit B

Revised December 1, 2016

SETTLEMENT CONFERENCE SUMMARY

CAPTION: Kleeberg et al. v. Eber et al.

DISTRICT COURT JUDGE: Hon. Lewis A. Kaplan

JURY / NONJURY
(Circle One)

CLAIMS: (1) Breach of Fiduciary Duty; (2) Fraudulent Concealment; (3) Aiding and Abetting Breach of Fiduciary Duty; (4) Right to an Accounting

DEFENSES: (1) Failure to state a cause of action; (2) Statute of Limitations; (3) Waiver, Laches, and/or Estoppel; (4) Defendants did not breach any fiduciary duty; (5) Unclean Hands; (6) Failure to Mitigate Damages

RELIEF AVAILABLE UNDER APPLICABLE LAW (WITH APPROPRIATE CITATION):

Equitable relief, compensatory damages, constructive trust, punitive damages (Grau v. Eljay Real

Estate Corp., N.V., 556 N.Y.S.2d 898, 899 (1990), and attorneys' fees (N.Y. Bus. Corp. Law § 626(e))

SUMMARY OF ACTUAL DAMAGES:

Due to Defendants' actions, Plaintiffs' lost their roughly 2/3 combined interests in Eber-Connecticut, a company valued at between \$4.6 and \$23 million.

COUNSEL ATTENDING SETTLEMENT CONFERENCE:

PLAINTIFF/DEFENDANT
(Circle One)

Name: Brian C. Brook (with associate, Daryoush Behbood)

Address: Clinton Brook & Peed, 100 Church St., Fl 8, New York, NY 10007

Phone & email: (212) 256-1957, brian@clintonbrook.com

Client: Plaintiffs Daniel Kleeberg, Lisa Stein, and Audrey Hays

Name: _____

Address: _____

Phone & email: _____

Client: _____

CLIENT(S) AND/OR CLIENT REPRESENTATIVE(S) ATTENDING SETTLEMENT CONFERENCE:

Daniel Kleeberg

Lisa Stein (who also has the proxy to decide for Audrey Hays)

MOTIONS PENDING:

Plaintiffs' Motion to Compel Eber Defendants to Provide Discovery Improperly Withheld on Privilege Grounds.

OTHER RELEVANT MATTERS YOU WISH TO BRING TO THE COURT'S ATTENTION:

Plaintiffs intend to seek leave to amend to plead additional equitable relief sought, after discovering additional corporate self-dealing by Defendants, and likely to add Underberg & Kessler as another Defendant based on facts disclosed just last week.

PRIOR OFFERS / DEMANDS:

Plaintiffs demanded that their ownership interest in Eber-Connecticut be restored and \$1.2 million in cash. Gumaer's estate previously offered \$75,000, but then, today, apparently reduced that offer to \$25,000. The Eber Defendants meanwhile offered to settle for \$50,000, period.

ATTACH SYNOPSIS OF CASE (LIMITED TO 3 PAGES)